

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**FEE APPLICATION COVER SHEET FOR THE PERIOD**  
**MAY 1, 2023 THROUGH AUGUST 10, 2023**

|   |  |
|---|--|
| Debtor: LTL Management LLC (the “Debtor”) | Name of Applicant: Epiq Corporate Restructuring, LLC (“Epiq”) <sup>1</sup> |
| Case No.: 23-12825 (MBK)                  | Client: Administrative Agent to LTL Management LLC                         |
| Chapter: 11                               | Case Filed: April 4, 2023 (the “Petition Date”)                            |

SECTION I  
FEE SUMMARY

|  |  |   |
|--|--|---|
| <input type="checkbox"/> Monthly Fee Application | <input type="checkbox"/> Interim Fee Application | <input checked="" type="checkbox"/> Final Fee Application |
|--|--|---|

Summary of Amounts Requested for the Final Fee Period from May 1, 2023 through August 10, 2023:

|                                 | <u>FEES</u> | <u>EXPENSES</u> |
|---------------------------------|-------------|-----------------|
| Total Previous Fee Requested:   | \$0.00      | \$0.00          |
| Total Fees Allowed to Date:     | \$0.00      | \$0.00          |
| Total Retainer (If Applicable): | \$25,000    | \$0.00          |
| Total Holdback (if Applicable): | \$0.00      | \$0.00          |
| Total Received by Applicant:    | \$0.00      | \$0.00          |

<sup>1</sup> On April 13, 2023, the Court entered the *Order Pursuant to 28 U.S.C. § 156(C) and 11 U.S.C. § 105(A) for Entry of an Order Authorizing the Appointment of Epiq Corporate Restructuring, LLC as Claims and Noticing Agent Nunc Pro Tunc to the Petition Date* [Dkt. 131]. On June 7, 2023, the Court entered *Order Pursuant to 11 U.S.C. § 327(A) Authorizing the Debtor’s Retention of Epiq Corporate Restructuring, LLC, as Solicitation And Balloting Agent, Nunc Pro Tunc to April 4, 2023* [Dkt. 716] (the “Solicitation Agent Order”). This Fee Application pertains to Epiq’s fees and expenses only for services pursuant to the Solicitation Agent Order.

**COMPENSATION BY PROFESSIONAL FOR THE PERIOD  
MAY 1, 2023 THROUGH AUGUST 10, 2023**

The professionals who rendered professional services in this chapter 11 case during the Final Fee Period are:

| <b>Professional Person</b> | <b>Position with the Applicant</b> | <b>Total Hours Billed</b> | <b>Hourly Billing Rate</b> | <b>Total Compensation</b> |
|----------------------------|------------------------------------|---------------------------|----------------------------|---------------------------|
| Jane Sullivan              | Practice Director                  | 1.9                       | 215.00                     | 408.50                    |
| Stephenie Kjontvedt        | Solicitation Consultant            | 33.9                      | 200.00                     | 6,780.00                  |
| Emily Young                | Solicitation Consultant            | 2.3                       | 200.00                     | 460.00                    |
| Kathryn Tran               | Consulting Director                | 3.2                       | 200.00                     | 640.00                    |
| Joseph Arena               | Solicitation Consultant            | 0.6                       | 200.00                     | 120.00                    |
| John Chau                  | Solicitation Consultant            | 1.5                       | 200.00                     | 300.00                    |
| Jeremy Rackauckas          | Solicitation Consultant            | 0.4                       | 200.00                     | 80.00                     |
| <b>TOTALS</b>              |                                    | <b>43.8</b>               |                            | <b>\$8,788.50</b>         |

**SECTION II  
SUMMARY OF SERVICES**

**COMPENSATION BY WORK TASK CODE FOR THE PERIOD  
MAY 1, 2023 THROUGH AUGUST 10, 2023**

| <b>Matter Number</b> | <b>Matter Description</b>           | <b>Total Billed Hours</b> | <b>Total Fees Requested</b> |
|----------------------|-------------------------------------|---------------------------|-----------------------------|
| 495                  | Balloting/Solicitation Consultation | 43.8                      | \$8,788.50                  |
| <b>TOTALS:</b>       |                                     | <b>43.8</b>               | <b>\$8,788.50</b>           |

**SECTION III  
SUMMARY OF DISBURSEMENTS**

| <b>Disbursements</b> | <b>May Amounts</b> | <b>June Amounts</b> | <b>July Amounts</b> | <b>August Amounts</b> |
|----------------------|--------------------|---------------------|---------------------|-----------------------|
| Not Applicable       | -                  | -                   | -                   | -                     |
| <b>Totals:</b>       | -                  | -                   | -                   | -                     |

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

**WOLLMUTH MAHER & DEUTSCH LLP**

Paul R. DeFilippo, Esq.  
500 Fifth Avenue  
New York, New York 10110  
Telephone: (212) 382-3300  
Facsimile: (212) 382-0050  
pdefilippo@wmd-law.com

**JONES DAY**

Gregory M. Gordon, Esq.  
Brad B. Erens, Esq.  
Dan B. Prieto, Esq.  
Amanda Rush, Esq.  
2727 N. Harwood Street  
Dallas, Texas 75201  
Telephone: (214) 220-3939  
Facsimile: (214) 969-5100  
gmgordon@jonesday.com  
bberens@jonesday.com  
dbprieto@jonesday.com  
asrush@jonesday.com  
(Admitted *pro hac vice*)

*ATTORNEYS FOR DEBTOR*

In re:

LTL MANAGEMENT LLC,<sup>2</sup>  
  
Debtor.

Chapter 11

Case No.: 23-12825 (MBK)

Judge: Michael B. Kaplan

**Hearing Date and Time:**  
October 18, 2023 at 10 a.m.

**FINAL FEE APPLICATION OF EPIQ CORPORATE RESTRUCTURING,  
LLC, SOLICITATION AND BALLOT AGENT TO THE DEBTOR, FOR  
FINAL ALLOWANCE OF FEES AND REIMBURSEMENT OF EXPENSES**

Epiq Corporate Restructuring, LLC (“Epiq” or the “Applicant”), Solicitation and Ballot Agent to LTL Management LLC (the “Debtor” or “LTL”) submits this *Final Fee Application of Epiq Corporate Restructuring, LLC, Solicitation and Ballot Agent to the Debtor, for Final*

<sup>2</sup> The last four digits of the Debtor’s taxpayer identification number are 6622. The Debtor’s address is 501 George Street, New Brunswick, New Jersey 08933.

*Allowance of fees and Reimbursement of Expenses* (“Application”) pursuant to 11 U.S.C. § 330, Fed. R. Bankr. P. 2016, and D.N.J LBR 2016-1, and in support states:

1. Epiq seeks final approval of compensation totaling \$8,788.50. This amount consists of (i) fees totaling \$8,788.50 representing 43.80 hours of service by Epiq; and (ii) expenses paid by Epiq totaling \$0.00. Epiq holds a pre-petition retainer of \$25,000, as authorized by Epiq’s retention orders.

2. This Application covers the period May 1, 2023 through August 10, 2023 (“Final Fee Period”).

3. Detailed facts about the Debtor and the reasons for the commencement of its Chapter 11 case are set forth in the *Declaration of John K. Kim in Support of First-Day Pleadings* [Dkt. 4].

4. On May 4, 2023, the Debtor filed an application seeking authorization to retain Epiq as the Solicitation and Balloting Agent [Dkt. 426]. On June 7, 2023, the Court approved the retention of Epiq as Solicitation and Balloting Agent for the Debtor, effective as of April 4, 2023 [Dkt. 716], annexed hereto as Exhibit A.

5. On May 22, 2023, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of retained Professionals* [Dkt.562].

6. The services of Epiq benefited the bankruptcy estate by, among other things, assisting the Debtor in preparation, review, and analysis of the proposed Plan and Disclosure Statement and solicitation and tabulation procedures.

7. Annexed hereto as Exhibit B is a copy of Epiq’s detailed time records for the Final Fee Period, broken out and listed by month. Such time records reflected that Epiq has

expended 43.8 hours in connection with performance of services for the debtor, resulting in fees in the amount of \$8,788.50.

8. Annexed hereto as Exhibit C is a certification of Kathryn Tran in support of this Application and made in accordance with Section 504 of the Bankruptcy Code.

9. The services provided by Epiq during the Final Fee Period were rendered to ensure no unnecessary duplication and are grouped into the billing categories. The professionals who rendered services relating to each category are identified in the above attachment and summaries of the hours and fees of each for the Final Fee Period and the total compensation by billing category is included herein.

10. The Applicant respectfully submits that the amount of compensation requested by the Applicant is fair and reasonable given the complexity of the within case, time expended, nature and extent of services rendered, the value of such services, and the costs of comparable services other than in a case under the Bankruptcy Code.

WHEREFORE, Epiq respectfully requests that this Court grant the Application and enter an Order granting allowance of compensation in the amount of \$8,788.50 together with reimbursement of actual out-of-pocket disbursements in the amount of \$0.00 for a total of \$8,788.50.

Date: September 5, 2023

/s/ Kathryn Tran

Kathryn Tran  
Consulting Director  
Epiq Corporate Restructuring, LLC